

N 04000004669

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

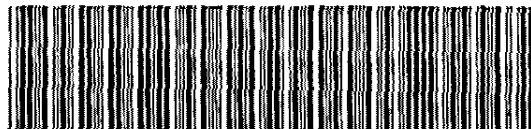
Certified Copies \_\_\_\_\_

Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

*J*

Office Use Only



200035428652

05/07/04--01077--002 \*\*78.75

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
04 MAY -7 PM 1:15

# Kinsey, Vincent, Pyle, LC

ATTORNEYS AT LAW

Post Office Box 1268  
Daytona Beach, Florida 32115-1268  
Telephone (386) 252-1561

150 South Palmetto Avenue, Box A  
Daytona Beach, Florida 32114  
Fax Telephone (386) 254-8157

May 6, 2004

## VIA FEDERAL EXPRESS

Corporate Records Bureau  
Division of Corporations  
Department of State  
409 East Gaines Street  
Tallahassee, Florida 32301

Re: Tuscany Oceanside Homeowners' Association, Inc.

Gentlemen:

Enclosed is an original and one copy of proposed Articles of Incorporation for the referenced corporation, together with a check payable to your order covering the following items:

Filing Fee	\$ 35.00
Registered Agent Designation	35.00
Certified Copy of Articles of Incorporation	<u>8.75</u>

TOTAL \$ 78.75

Kindly return to us a certified copy of the Articles of Incorporation.

Very truly yours,

*J. Doyle Tumbleson*  
J. Doyle Tumbleson

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
04 MAY -7 PM 1:11

pc  
Enclosures

cc: Mr. Peter R. Solti  
(w/enclosures)

50 YEARS OF EXCELLENCE

Roy E. Kinsey  
1917 - 1984

C. Aubrey Vincent, Jr.  
1919 - 1977

Frank L. Pyle  
1919 - 1988

5115\MPAMC\MPAMC

**ARTICLES OF INCORPORATION**  
**OF**  
**TUSCANY OCEANSIDE**  
**HOMEOWNERS' ASSOCIATION, INC.**  
  
(A Florida Corporation Not for Profit)

FHEED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
04 MAY -7 PM 1:15

**ARTICLE I. NAME**

The name of this Corporation is Tuscany Oceanside Homeowners' Association, Inc. For convenience, the Corporation shall be referred to in this instrument as the "Association", these Articles of Incorporation as the "Articles" and the By-Laws of the Association as the "By-Laws".

**ARTICLE II. PURPOSES**

The purposes for which the Association is organized are as follows:

- A. To take title, operate, administer, manage, lease and maintain the assets and property of the Association as such are dedicated to or made the responsibility of the Association by the Declaration, these Articles or the By-Laws.
- B. To manage the Association of Homeowners established by the Declaration of Protective Covenants, Conditions and Restrictions of Tuscany Oceanside Homeowner's Association, Inc. (the "Declaration").
- C. To enforce the Declaration.
- D. To operate, maintain and manage the Surface Water or Stormwater Management System in a manner consistent with the St. Johns River Water Management District permit requirements and applicable District rules, and shall assist in the enforcement of the Declaration of Covenants and Restrictions which relate to the Surface Water or Stormwater Management System.
- E. To carry out all duties placed upon it by these Articles, the By-Laws, the Declaration (the "Documents") and by Florida law.

**ARTICLE III. POWERS**

The Association shall have the following powers:

- A. The Association shall have all common law and statutory powers of a corporation not for profit, not in conflict with the terms of the Documents.

B. The Association shall have the power to administer and to enforce the provisions of these Articles, the By-Laws and the Declaration and all powers reasonably necessary to carry out the responsibilities and duties conferred upon it by these Articles, the By-Laws and the Declaration, as amended and supplemented from time to time, including but not limited to, the power to levy and collect assessments against Members of the Association.

C. The Association shall have the power to levy and collect assessments to meet all expenses of the Association, including, but not limited to, assessments against Members for the costs of maintenance and operation of the Surface Water or Stormwater Management System.

#### **ARTICLE IV. DUTIES**

The Association shall have the following duties:

A. The Association shall have all common law and statutory duties of a corporation not for profit.

B. In addition the Association shall have all duties delegated to it pursuant to the provisions of these Articles, the By-Laws and the Declaration.

#### **ARTICLE V. MEMBERS AND VOTING**

There shall be forty eight (48) membership Units in the Association. The qualification of Members of the Association, the manner of their admission to membership, and voting by Members shall be as follows:

A. Until such time as the Declaration is recorded in the Public Records of Volusia County, Florida, the Members of the Association shall be comprised solely of Declarant.

B. Once the Declaration is recorded, the Owners of Lots, which initially means Declarant as the owner of all the Lots or "Units" in Tuscany Oceanside (referred to herein as the "Neighborhood"), shall be entitled to exercise all of the rights and privileges of Members.

C. Thereafter, membership in the Association shall be established by the acquisition of ownership of fee title to a Lot, which shall pass as an appurtenance thereto with no such membership or rights arising therefrom being transferable in any manner except as an appurtenance to such Lot. No new Member's rights shall be effective until the new Member presents the Association with a copy of the recorded deed conveying title to the Lot.

D. Each Member shall be entitled to one (1) vote for each Unit owned. Declarant shall be entitled to ten (10) votes for each Unit owned until Turnover, at which time Declarant shall have the same votes as any other Member for each Lot it owns. Votes shall be exercised and cast in accordance with the Declaration and By-Laws.

E. In any situation where a Member is entitled to exercise the vote for his Unit, and more than one (1) person or entity is the Owner of the Unit, the vote shall be exercised by that party designated on

the records of the Secretary of the Association. In the absence of such designation, the Unit's vote shall be suspended if more than one person or entity seeks to exercise it.

#### **ARTICLE VI. MANAGEMENT**

A. The affairs and property of the Association shall be managed and governed by a Board of Directors, composed of not less than three (3) nor more than five(5) persons. The Board members shall be elected by the voting membership at the annual meetings of the membership in the manner provided in the By-Laws. The Board members may be removed and vacancies in the Board filled in the manner provided in the By-Laws.

B. The initial Board shall consist of three (3) persons, who need not be Members, entitled to vote in the Association and who shall be appointed by Declarant. The initial Board named in these Articles shall serve until the Members, other than Declarant, are entitled to elect the Board members in the manner set forth herein:

1. After Declarant has conveyed ninety (90%) of the Dwelling Units permitted to be constructed in the Neighborhood, the Board of Directors shall include one (1) Director designated by Declarant and two (2) Directors elected by the Members as more specifically set forth in the By-Laws.

2. After Turnover, as set forth in the Declaration, and for so long as Declarant owns one (1) Dwelling Unit permitted to be constructed in the Neighborhood, Declarant shall have the right, but not the obligation, to designate one (1) Director and his/her successors ("Declarant Director").

C. Until Turnover, Directors of the Association named by Declarant shall serve at the discretion of Declarant and in the event of vacancies of such Directors, such vacancies shall be filled by the person designated by Declarant.

#### **ARTICLE VII. BOARD OF DIRECTORS**

The number of persons constituting the first Board of Directors shall be three (3). The names and street addresses of the persons who are to serve as the first Board are as follows:

<u>Name</u>	<u>Address</u>
Peter R. Solti	44 Coquina Ridge Way Ormond Beach, Florida 32174
Roman Yurkiewicz	203 Glenview Boulevard Daytona Beach, FL 32118
DonnaC. Solti	44 Coquina Ridge Way Daytona Beach, FL 32118

After the Declarant no longer owns three (3) Lots in the Neighborhood, the number of Directors may be increased in the manner provided for amendment to the By-Laws.

#### **ARTICLE VIII. OFFICERS**

The names of the officers who are to serve until the first election of officers by the Board of Directors are as follows:

President	-	Peter R. Solti
Vice President	-	Roman Yurkiewicz
Secretary	-	Donna C. Solti
Treasurer	-	Donna C. Solti

#### **ARTICLE IX. PRINCIPAL OFFICE**

The principal office of the Association is 1733 S. Ridgewood Avenue, South Daytona , FL 32119.

#### **ARTICLE X. INCORPORATORS**

The name and street address of the Incorporator is as follows:

<u>Name</u>	<u>Address</u>
J. Doyle Tumbleson	150-A South Palmetto Avenue Daytona Beach, Florida 32114

The rights and interests of the Incorporator shall automatically terminate when these Articles are filed with the Secretary of State of Florida.

#### **ARTICLE XI. BY-LAWS**

By-Laws of the Association shall be adopted by the First Board and thereafter may be altered, amended or rescinded in the manner provided in the By-Laws. In the event of a conflict between the provisions of these Articles and the provisions of the By-Laws, the provisions of these Articles shall control.

#### **ARTICLE XII. AMENDMENTS**

The Incorporator to these Articles or his successors may amend these Articles until such time as Members, other than the Declarant, are entitled to elect the majority of the Board of Directors. Thereafter these Articles may be amended by the vote of a majority of the then Members at any annual meeting or at a special meeting called for that purpose.

### **ARTICLE XIII. EXISTENCE AND DURATION**

Existence of the Association shall commence with the filing of these Articles of Incorporation with the Florida Secretary of State. The Association shall exist in perpetuity, unless dissolved pursuant to the provisions of Article XIV below.

### **ARTICLE XIV. DISSOLUTION AND SUCCESSOR ENTITIES**

A. In the event of the dissolution of the Association, or any successor entity thereto, any property dedicated or conveyed to the Association shall be transferred to either a successor entity or an appropriate governmental agency or public body to be maintained for the purposes for which the Association, or a successor thereto, was maintaining such property in accordance with the terms and provisions under which such property was being held by the Association, or such successor.

B. In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the Surface Water or Stormwater Management System must be transferred to and accepted by an entity which would comply with Section 40C-42.027, F.A.C., and be approved in writing by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

### **ARTICLE XV. SEVERABILITY**

Invalidation of any of these Articles or portions thereof by judgment, court order, or operation of law shall in no way affect other provisions, which shall remain in full force and effect.

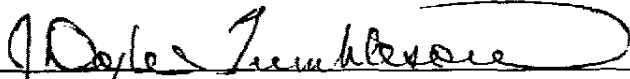
### **ARTICLE XVI. REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of the Association is 150-A South Palmetto Avenue Daytona Beach, Florida 32114, and the initial Registered Agent of the Association at that address shall be J. Doyle Tumbleson.

### **ARTICLE XVII. INDEMNIFICATION**

The Association shall indemnify any officer, Board member or committee member or any former officer, Board member or committee member to the full extent permitted by law.

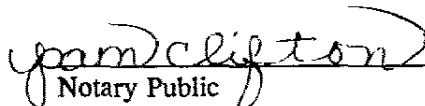
IN WITNESS WHEREOF, I, J. Doyle Tumbleson, the Incorporator of the Tuscany Oceanside Homeowners' Association, Inc., have hereunto affixed my signature this 5<sup>th</sup> day of May, 2004.

  
\_\_\_\_\_  
J. Doyle Tumbleson

STATE OF FLORIDA  
COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day, before me a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared J. Doyle Tumbleson, to me known to be the persons described as the Incorporator of Tuscany Oceanside Homeowners' Association, Inc., and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 5<sup>th</sup> day of May, 2004.

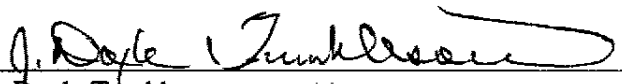
  
\_\_\_\_\_  
Notary Public  
My Commission Expires:



pam clifton  
Commission # DD116976  
Expires May 13, 2006  
Bonded Thru  
Atlantic Bonding Co., Inc.



**THE UNDERSIGNED**, having been named to accept service of process for the above-stated corporation, at the place designated in the foregoing Articles of Incorporation, is familiar with, accepts and understands the designation as Registered Agent and hereby agrees to act in this capacity and to comply with the provisions of Section 48.091, Florida Statutes, and all other provisions thereof, relative to keeping open said office.

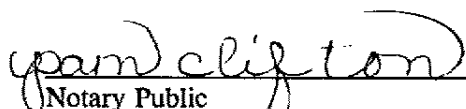
  
J. Doyle Tumbleson

STATE OF FLORIDA

COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day, before me a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared J. Doyle Tumbleson, to me known to be the person described as initial Registered Agent, and who executed the foregoing Articles of Incorporation as such and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 5th day of May, 2004.

  
Notary Public  
My Commission Expires:

